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**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

ROBERT DUVAL, Individually
and on Behalf of All Others
Similarly Situated,

Plaintiff,

vs.

PAR PHARMACEUTICAL
COMPANIES, INC., PETER S.
KNIGHT, PATRICK G. LEPORE,
RONALD M. NORDMANN,
THOMAS P. RICE, MELVIN
SHAROKY, JOSEPH E. SMITH,
PATRICK J. ZENNER, TPG
CAPITAL, L.P., SKY GROWTH
HOLDINGS CORPORATION, and
SKY GROWTH ACQUISITION
CORPORATION,

Defendants.

Civil Action No. 12-5109 (SRC)

Honorable Stanley R. Chesler

Motion Return Date:

October 15, 2012

**NOTICE OF MOTION OF
DEFENDANTS TO DISMISS
PLAINTIFF'S COMPLAINT WITH
PREJUDICE PURSUANT TO
FED.R.CIV.P. 12(b)(6)**

Document Electronically Filed

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COUNSEL:

PLEASE TAKE NOTICE that on October 15, 2012, or at such other date as may be set by the Court, Defendants Patrick G. LePore; Par Pharmaceutical Companies, Inc. (“Par” or the “Company”); Peter S. Knight; Ronald M. Nordmann; Thomas P. Rice; Melvin Sharoky; Joseph E. Smith; Patrick J. Zenner (collectively, the “Independent Directors”); TPG Capital, L.P.; Sky Growth

Holdings Corporation; and Sky Growth Acquisition Corporation (collectively, “TPG”), by and through their undersigned attorneys, will move before the Honorable Stanley R. Chesler, United States District Judge, United States District Court, District of New Jersey, U.S. Post Office and Courthouse Building, One Federal Square, Newark, NJ 07102, for an Order, pursuant to Fed. R. Civ. P. 12(b)(6), dismissing Plaintiff’s Complaint (“Complaint”) with prejudice.

PLEASE TAKE FURTHER NOTICE that in support of its motion, Defendants will rely upon the accompanying Brief, and the Certification of Jeffrey J. Greenbaum. A proposed form of Order is also being submitted herewith.

PLEASE TAKE FURTHER NOTICE that Defendants hereby request oral argument.

Dated: September 12, 2012

Respectfully Submitted,

/s/ Jeffrey J. Greenbaum

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on September 12, 2012, Defendants' Notice of Motion to Dismiss, Brief, Certification of Jeffrey J. Greenbaum, and proposed form of Order were electronically filed with the Court and served on the following counsel of record by using the CM/ECF:

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